

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

Legacy IMBDS, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10852 (KBO)

(Jointly Administered)

**SECOND AMENDED² NOTICE OF AGENDA OF MATTERS
SCHEDULED FOR HEARING ON NOVEMBER 1, 2023 AT
9:30 A.M. (EASTERN TIME) BEFORE THE HONORABLE KAREN B.
OWENS IN THE U.S. BANKRUPTCY COURT, 824 NORTH MARKET
STREET, 6TH FLOOR, COURTROOM 3, WILMINGTON, DELAWARE 19801**

**PLEASE NOTE: THE HEARING WILL BEGIN AT
9:30 A.M. EASTERN TIME.**

This hearing will be conducted in person. All parties, including witnesses, are expected to attend in person unless permitted to appear via Zoom. Participation at the in-person court proceeding using Zoom is allowed only in the following circumstances: (i) counsel for a party or a pro se litigant files a responsive pleading and intends to make only a limited argument; (ii) a party or a representative of a party is interested in observing the hearing; (iii) a party is proceeding in a claims allowance dispute on a pro se basis; (iv) an individual has a good faith health-related reason to participate remotely and has obtained permission from chambers to do so; or (v) other extenuating circumstances that warrant remote participation as may be determined by the Court.

If appearance via Zoom is permitted, please use the following link to register for this hearing to appear via Zoom. All individuals participating by video must register at least two (2) hours prior to the hearing. After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing.

https://debuscourts.zoomgov.com/meeting/register/vJIsde6rpzsvHzNz0ldfK_9l_LntrVsxtio

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: ValueVision Media Acquisitions, Inc. (8670); Legacy IMBDS, Inc. (3770); ValueVision Interactive, Inc. (8730); Portal Acquisition Company (3403); VVI Fulfillment Center, Inc. (5552); ValueVision Retail Inc. (2155); JWH Acquisition Company (3109); PW Acquisition Company, LLC (0154); EP Properties, LLC (3951); FL Acquisition Company (3026); Norwell Television, LLC (6011); and 867 Grand Avenue, LLC (2642). The Debtors' service address is 6740 Shady Oak Road, Eden Prairie, MN 55344-3433.

² Amended items appear in bold.

Topic: Legacy IMBDS, Inc., *et al.* – Case No. 23-10852 (KBO)
When: November 1, 2023 at 11:30 a.m. (Prevailing Eastern Time)

**You must use your full name when registering and logging into
Zoom or you will not be granted access to the hearing.
CourtCall will NOT be used for this hearing.**

RESOLVED MATTERS

1. Final Fee Application of Lincoln Partners Advisors LLC for Payment of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker for the Debtors for the Period from June 28, 2023 through August 31, 2023 [Filed: 9/7/23] ([Docket No. 519](#)).

Response Deadline: September 28, 2023 at 4:00 p.m. Eastern Time. Extended for the Official Committee of Unsecured Creditors (the “Committee”).

Responses Received: Informal comments from the Committee.

Related Documents:

- a) Re-Notice of Hearing on Final Fee Application of Lincoln Partners Advisors LLC for Payment of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker for the Debtors for the Period from June 28, 2023 through August 31, 2023 [Filed: 10/12/23] ([Docket No. 599](#)).
- b) Certification of Counsel Submitting Revised Order on Final Fee Application of Lincoln Partners Advisors LLC for Payment of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker for the Debtors for the Period from June 28, 2023 through August 31, 2023 [Filed: 10/20/23] ([Docket No. 630](#)).
- c) [Signed] Order Approving Final Fee Application of Lincoln Partners Advisors LLC for Payment of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker for the Debtors for the Period from June 28, 2023 through August 31, 2023 [Filed: 10/23/23] ([Docket No. 631](#)).

Status: The order has been entered. No hearing is necessary.

ADJOURNED MATTERS

2. **C&B IPCO Admin Expense Request** – Request for Allowance and Payment of Administrative Expense Claim of C&B IPCO, LLC [Filed: 10/13/23] ([Docket No. 610](#)).

Response Deadline: October 25, 2023 at 4:00 p.m. (Eastern Time). Adjourned to a date and time to be determined.

Responses Received:

- a) DirecTV, LLC's Statement and Reservation of Rights Regarding Administrative Expenses Incurred in Chapter 11 Cases [Filed: 10/25/23] ([Docket No. 643](#)).

Related Documents: None as of the date hereof.

Status: This matter has been adjourned to a date and time to be determined.

3. **C&B Newco Admin Expense Request** – Request for Allowance and Payment of Administrative Expense Claim of C&B Newco, LLC [Filed: 10/13/23] ([Docket No. 611](#)).

Response Deadline: October 25, 2023 at 4:00 p.m. (Eastern Time). Adjourned to a date and time to be determined.

Responses Received:

- a) DirecTV, LLC's Statement and Reservation of Rights Regarding Administrative Expenses Incurred in Chapter 11 Cases [Filed: 10/25/23] ([Docket No. 643](#)).

Related Documents: None as of the date hereof.

Status: This matter has been adjourned to a date and time to be determined.

MATTERS FOR WHICH CNOS/COCS HAVE BEEN FILED

4. **Sidley Retention Application** – Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Sidley Austin LLP as Attorneys for the Board of Directors of Legacy IMBDS, Inc. Effective as of the Petition Date [Filed: 10/11/23] ([Docket No. 592](#)).

Response Deadline: October 25, 2023 at 4:00 p.m. (Eastern Time). Extended to October 26, 2023 for the Office of the United States Trustee.

Responses Received: None as of the date hereof.

Related Documents:

- a) Supplemental Declaration of Thomas R. Califano in Support of the Application for Entry of an Order Authorizing the Retention and Employment of Sidley Austin LLP as

Attorneys for the Board of Directors of Legacy IMBDS, Inc. Effective as of the Petition Date [Filed: 10/27/23] ([Docket No. 657](#)).

- b) Certification of Counsel Regarding Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Sidley Austin LLP as Attorneys for the Board of Directors of Legacy IMBDS, Inc. Effective as of the Petition Date [Filed: 10/27/23] ([Docket No. 658](#)).

Status: At the Court's direction, this matter will go forward.

- 5. **Exclusivity Extension Motion** – Motion of the Debtors Pursuant to 11 U.S.C. § 1121(d) for Entry of an Order Extending Exclusive Periods [Filed: 10/12/23] ([Docket No. 594](#)).

Response Deadline: October 26, 2023 at 4:00 p.m. (Eastern Time).

Responses Received: None.

Related Documents:

- a) Certification of No Objection Regarding Motion of the Debtors Pursuant to 11 U.S.C. § 1121(d) for Entry of an Order Extending Exclusive Periods [Filed: 10/27/23] ([Docket No. 652](#)).
- b) **[Signed] Order Pursuant to 11 U.S.C. § 1121(d) Extending Exclusive Periods** [Filed: 10/30/23] ([Docket No. 662](#)).

Status: **The order has been entered. No hearing is necessary.**

MATTERS GOING FORWARD

- 6. **Conditional DS Approval Motion** – Debtors' Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Forms of Ballots; and (V) Granting Related Relief [Filed: 10/10/23] ([Docket No. 587](#)).

Response Deadline: October 25, 2023 at 4:00 p.m. (Eastern Time).

Responses Received:

- a) United States Trustee's Objection to Debtors' Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Forms of Ballots; and (V) Granting Related Relief [Filed: 10/25/23] ([Docket No. 637](#)).

- b) DirecTV, LLC's Limited Objection to Debtors' Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Forms of Ballots; and (V) Granting Related Relief [Filed: 10/25/23] ([Docket No. 641](#)).
- i. DirecTV, LLC's Statement and Reservation of Rights Regarding Administrative Expenses Incurred in Chapter 11 Cases [Filed: 10/25/23] ([Docket No. 643](#)).
- c) Reservation of Rights of the Official Committee of Unsecured Creditors with Respect to the Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Legacy IMBDS, Inc., and Its Debtor Affiliates [Filed: 10/27/23] ([Docket No. 650](#)).

Replies Filed:

- a) Debtors' Omnibus Reply to Objections to the Debtors' Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Forms of Ballots; and (V) Granting Related Relief [Filed: 10/27/23] ([Docket No. 654](#)).

Related Documents:

- a) Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Legacy IMBDS, Inc., and Its Debtor Affiliates [Filed: 10/10/23] ([Docket No. 586](#)).
- b) [REVISED] Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Legacy IMBDS, Inc., and Its Debtor Affiliates [Filed: 10/27/23] ([Docket No. 655](#)).
- c) Notice of Filing of Blackline of Revised Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Legacy IMBDS, Inc., and Its Debtor Affiliates [Filed: 10/27/23] ([Docket No. 656](#)).
- d) **Notice of Filing of Exhibit A to Combined Joint Chapter 11 Plan of Liquidation and Disclosure Statement of Legacy IMBDS, Inc., and its Debtor Affiliates** [Filed: 10/31/23] ([Docket No. 673](#)).

Status: This matter will go forward.

- 7. **Comcast Motion to Compel** – Motion of Comcast Cable Communications, LLC (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement, and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/18/23] ([Docket No. 624](#)).

Response Deadline: October 25, 2023 at 4:00 p.m. (Eastern Time).

Responses Received:

- a) Debtors' Limited Objection to the Motion of Comcast Cable Communications, LLC (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement, and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/25/23] ([Docket No. 638](#)).
- b) Joinder of the Official Committee of Unsecured Creditors to Debtors' Limited Objection to the Motion of Comcast Cable Communications, LLC (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement, and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/25/23] ([Docket No. 640](#)).
- c) DirecTV, LLC's Limited Objection to Debtors' Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Forms of Ballots; and (V) Granting Related Relief [Filed: 10/25/23] ([Docket No. 641](#)).
 - i. DirecTV, LLC's Statement and Reservation of Rights Regarding Administrative Expenses Incurred in Chapter 11 Cases [Filed: 10/25/23] ([Docket No. 643](#)).
- d) [SEALED] Objection of IV Media, LLC to Motion of Comcast Cable Communications, LLC (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement, and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/25/23] (Docket No. 642).
- e) **Notice of Filing of Proposed Redacted Versions of (I) Objection of IV Media, LLC to Motion of Comcast Cable Communications, LLC (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement, and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement (II) Exhibit A to that Motion,**

and (III) the Declaration of Cavitt Randall in Support of That Motion [Filed: 10/31/23] ([Docket No. 669](#)).

Replies Filed:

- a) [SEALED] Reply of Comcast Cable Communications, LLC in Support of Motion (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/27/23] (Docket No. 653).
 - i. **Motion of Comcast Cable Communications, LLC (I) for Authority to File under Seal Portions of (1) the Reply of Comcast Cable Communications, LLC in Support of Motion (A) to Compel Payment of Postpetition Amounts Owed under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise its Rights and Remedies under the Affiliation Agreement, Including Termination of the Affiliation Agreement, and (2) the Declaration of Justin Smith and Exhibits Thereto and (II) to Seal the Courtroom During the Presentation of Confidential Information at the Hearing on the Motion [Filed: 10/31/23] ([Docket No. 670](#)).**
- b) [REDACTED] Reply of Comcast Cable Communications, LLC in Support of Motion (A) to Compel Payment of Postpetition Amounts Owed Under the Affiliation Agreement, (B) to Enforce the Sale Order and APA, (C) to Compel Immediate Assumption or Rejection of the Affiliation Agreement and (D) for Relief from the Automatic Stay to Permit Comcast to Exercise Its Rights and Remedies Under the Affiliation Agreement, Including Termination of the Affiliation Agreement [Filed: 10/31/23] (Docket No. [671](#)).

Related Documents: None as of the date hereof.

Witness & Exhibit Lists:

- a) **Witness and Exhibit List of Comcast Cable Communications, LLLC for Hearing on November 1, 2023 [Filed: 10/31/23] ([Docket No. 663](#)).**
- b) **IV Media, LLC's Witness and Exhibit List [Filed: 10/31/23] ([Docket No. 668](#)).**

Status: This matter will go forward.

Dated: October 31, 2023
Wilmington, Delaware

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Laura Davis Jones

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